

LAW OFFICES

**McCUTCHEN BLANTON JOHNSON & BARNETTE, L.L.P.**

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THOMAS E. McCUTCHEN  
T. ENGLISH McCUTCHEN  
POPE D. JOHNSON, III  
EVANS TAYLOR BARNETTE  
RUSKIN C. FOSTER  
WILLIAM E. HOPKINS, JR.  
L. SUSAN FOXWORTH  
MATTHEW P. ENGEL

OF COUNSEL  
HOOVER C. BLANTON

RECORDATION NO. 24337 FILED

FEB 26 03

3-02 PM

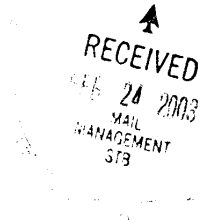
February 17, 2003

THOMAS B. WHALEY  
(1909-1992)

JETER E. RHODES, JR.  
(1944-1999)

**SURFACE TRANSPORTATION BOARD**

Surface Transportation Board  
**ATTN: Mr. Vernon A. Williams**  
1925 K Street, NW  
Washington, DC 20423-0001



Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) are two copies of a Bill of Sale dated February 14, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Seller: Estate of Jeter E. Rhodes, Jr. by Cheryl W. Rhodes, Personal Representative  
163 Cheshire Drive  
Columbia, SC 29210

Buyer: Cheryl W. Rhodes  
163 Cheshire Drive  
Columbia, SC 29210

A description of the railroad equipment covered in the enclosed document is:

100 ton, 4650 cubic foot covered hopper railcar  
Car No. RRRX 1302

A short summary of the document to appear in the index is as follows:

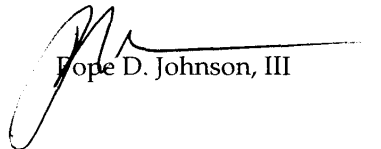
Bill of Sale

Surface Transportation Board  
February 17, 2003  
Page 2

Also enclosed is a check in the amount of \$30.00 payable to the Order of the Surface Transportation Board covering the required registration fee.

Kindly return stamped copies of the enclosed document to the undersigned in the enclosed self-addressed envelope.

Sincerely,



Pope D. Johnson, III

PDJIII/sww  
Enclosures

cc: Cheryl W. Rhodes

**Bill of Sale**  
**From**  
**Estate of Jeter E. Rhodes, Jr. by Cheryl W. Rhodes, Personal Representative**

**Railcar: RRRX 1302**

KNOW ALL MEN BY THESE PRESENTS THAT: The undersigned, Cheryl W. Rhodes, as Personal Representative of the Estate of Jeter E. Rhodes, Jr., for and in consideration of One (\$1.00) Dollar and for other good and valuable consideration, the receipt of which is acknowledged, does hereby sell, grant, transfer and deliver unto Cheryl W. Rhodes, her heirs, successors and assigns, all right, title and interest of Seller in and to the personal property listed and described below:

<u>No. of Units</u>	<u>Description</u>	<u>Car No.</u>
1	100-ton, 4650 cubic foot covered hopper railcar	RRRX 1302

TO HAVE AND TO HOLD forever.

THE EQUIPMENT ISSOLD, AS-IS, WHERE-IS, WITHOUT RECOURSE TO SELLER, AND WITHOUT REPRESENTATION OR WARRANTY AS TO MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE OR ANY OTHER REPRESENTATION OR WARRANTY OF ANY KIND WHATSOEVER, EXPRESS OR IMPLIED, BY SELLER, except that, SELLER, warrants to BUYER, its successors and assigns, that SELLER is the lawful owner of the Equipment and has full legal title to the Equipment free of all liens, claims, encumbrances, mortgages, pledges, security interests, leases, dispositions of title or other charges or claims of right of others of any kind (in each case, a "Lien") other than Liens arising by or through Buyer, and covenants and agrees that Seller will defend such title to the Equipment against the demands of all persons whomsoever.

BUYER'S ADDRESS: Cheryl W. Rhodes, 163 Cheshire Drive, Columbia, SC 29210

DERIVATION: This being the Equipment heretofore sold by RX Leasing, Inc. to Jeter E. Rhodes, Jr. and Cheryl W. Rhodes (JWRX) on October 10, 1980.

IN WITNESS WHEREOF, SELLER has caused this Bill of Sale to be executed and delivered by its duly authorized officer this 17 day of February, 2003.

ESTATE OF JETER E. RHODES, JR.

By: Cheryl W. Rhodes  
Cheryl W. Rhodes  
Personal Representative

STATE OF SOUTH CAROLINA    )  
  )  
COUNTY OF RICHLAND        )

The foregoing Bill of Sale was acknowledged by me, the undersigned Notary Public, in the County of Richland, State of South Carolina, this 17th day of February, 2003 by Cheryl W. Rhodes as Personal Representative of the Estate of Jeter E. Rhodes, Jr.

RECORDATION NO. 24337 FILED

FEB 26 '03      3-02 PM

SURFACE TRANSPORTATION BOARD

Theresa W. Wise  
Notary Public for South Carolina  
My Commission Expires: 11/15/2006

**Bill of Sale**  
**From**  
**Estate of Jeter E. Rhodes, Jr. by Cheryl W. Rhodes, Personal Representative**

**Railcar: RRRX 1302**

KNOW ALL MEN BY THESE PRESENTS THAT: The undersigned, Cheryl W. Rhodes, as Personal Representative of the Estate of Jeter E. Rhodes, Jr., for and in consideration of One (\$1.00) Dollar and for other good and valuable consideration, the receipt of which is acknowledged, does hereby sell, grant, transfer and deliver unto Cheryl W. Rhodes, her heirs, successors and assigns, all right, title and interest of Seller in and to the personal property listed and described below:

<u>No. of Units</u>	<u>Description</u>	<u>Car No.</u>
1	100-ton, 4650 cubic foot covered hopper railcar	RRRX 1302

TO HAVE AND TO HOLD forever.

THE EQUIPMENT IS SOLD, AS-IS, WHERE-IS, WITHOUT RECOURSE TO SELLER, AND WITHOUT REPRESENTATION OR WARRANTY AS TO MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE OR ANY OTHER REPRESENTATION OR WARRANTY OF ANY KIND WHATSOEVER, EXPRESS OR IMPLIED, BY SELLER, except that, SELLER, warrants to BUYER, its successors and assigns, that SELLER is the lawful owner of the Equipment and has full legal title to the Equipment free of all liens, claims, encumbrances, mortgages, pledges, security interests, leases, dispositions of title or other charges or claims of right of others of any kind (in each case, a "Lien") other than Liens arising by or through Buyer, and covenants and agrees that Seller will defend such title to the Equipment against the demands of all persons whomsoever.

BUYER'S ADDRESS: Cheryl W. Rhodes, 163 Cheshire Drive, Columbia, SC 29210

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ESTATE OF JETER E. RHODES, JR.

By: Cheryl W. Rhodes  
Cheryl W. Rhodes  
Personal Representative

STATE OF SOUTH CAROLINA    )  
  )  
COUNTY OF RICHLAND        )

The foregoing Bill of Sale was acknowledged by me, the undersigned Notary Public, in the County of Richland, State of South Carolina, this 17th day of February, 2003 by Cheryl W. Rhodes as Personal Representative of the Estate of Jeter E. Rhodes, Jr.

Shirley W. Wise  
Notary Public for South Carolina  
My Commission Expires: 11/15/2006